

ARTICLES OF INCORPORATION

OF

ADAIR GRAIN, INC.

FILED
In the Office of the
Secretary of State of Texas

MAY 27 2004

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Business Corporation Act (the "Act"), do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation is "Adair Grain, Inc."

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The corporation is organized for the purpose of engaging in any lawful act, activity and/or business for which a corporation may be organized under the Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is ONE HUNDRED THOUSAND (100,000) shares of common stock, each with a par value of ONE CENT (\$.01), all of such shares being of the same class.

ARTICLE FIVE

No shareholder shall have any preemptive rights to acquire additional, unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of the corporation.

ARTICLE SIX

No shareholder shall be entitled to cumulate his votes at any election of the Directors of the corporation.

ARTICLE SEVEN

The address of its initial registered office is 1307 Jerry Mashek Drive, West, Texas 76691.
The name of its initial registered agent at such address is Donald R. Adair.

ARTICLE EIGHT

The number of initial Directors is two (2). The name and address of each Director is:

Donald R. Adair
1307 Jerry Mashek Drive
West, Texas 76691

Wanda L. Adair
1307 Jerry Mashek Drive
West, Texas 76691

ARTICLE NINE

The name and address of the incorporator is:

Wesley J. Filer
P. O. Box 1470
Waco, Texas 76703

ARTICLE TEN

A Director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any act or omission in his capacity as a Director, except to the extent a statute of the State of Texas expressly precludes elimination or limitation of such personal liability. Any repeal or modification of this Article shall be prospective only, and shall not adversely affect any limitation of the personal liability of a Director of the corporation existing at the time of the repeal or modification.

ARTICLE ELEVEN

Any action required to be taken at any annual or special meeting of shareholders of the corporation, or any action which may be taken at any annual or special meeting of the shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.



Wesley J. Filer